

06-07-2000

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



101343944

Original documents or copy thereof.

1. Name of conveying party(ies):

Winners International Restaurants
Franchise Services, Inc.
6045 Barfield Road, N.E.
Atlanta, GA 30328

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State Delaware
☐ Other

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☐ Other

Execution Date: December 29, 1999

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

2. Name and address of receiving party(ies):

Name: Heller Financial Leasing, Inc.

Internal Address:

Street Address: 500 West Monroe Street

City Chicago State IL ZIP 60661

- ☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation-State Delaware
☐ Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☒ No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? ☐ Yes ☒ No

(See attached Schedules)

B. Trademark registration No.(s)

1,283 776

Additional numbers attached? ☒ Yes ☐ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Pamela Allen

Internal Address: King & Spalding

Street Address: 191 Peachtree Street

City: Atlanta State: GA ZIP: 30303

6. Total number of applications and registrations involved: 88

7. Total fee (37 CFR 3.41): \$ 1,075.00

☒ Enclosed \$120.00 expedited fee

☒ Authorized to be charged to deposit account

8. Deposit account number: 110980 add'l fees

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Pamela A. Allen

Name of Person Signing

Pamela A. Allen

Signature

3/11/00

Date

Total number of pages comprising cover sheet: 33

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

DCDATES 00000223 110980 1283776

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

40.00 OP
925.00 OP
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TRADEMARK

REEL: 002052 FRAME: 0403

06/07/2000
01 FC:481
02 FC:482
03 FC:481

SCHEDULE 1

TRADEMARK NAME	REGISTRATION/ APPLICATION NO.	REGISTRATION/ FILING DATE
BECAUSE YOU'VE GOT A TASTE FOR HOMEMADE	1,283,776	6/26/84
BIGGER, BETTER, CHEAPER CHICKEN	1,831,476	4/19/94
FOOD WITHIN ARM'S REACH	75/493889	6/1/98
FOOD WITHIN YOUR REACH	75/494214	6/1/98
GOOD COOKING IN NO TIME	1,516,016	12/6/88
MRS. WINNER'S SOUTHERN CAFE & Design	1,499,998	8/9/88
MRS. WINNER'S	1,172,464	10/6/81
MRS. WINNER'S	1,174,630	10/20/81
MRS. WINNER'S (Stylized)	1,170,697	9/22/81
MRS. WINNER'S (Stylized)	1,170,698	9/22/81
MRS. WINNER'S (Stylized)	1,183,130	12/22/81
MRS. WINNER'S (Stylized)	1,346,513	7/2/85
MRS. WINNER'S CATERING (Stylized)	1,305,501	11/13/84
MRS. WINNER'S SOUTHERN STYLE	1,498,821	8/2/88
MRS. WINNER'S SUPER CINNAMON SWIRL (Stylized)	1,689,191	5/26/92
MRS. WINNER'S SUPER CINNAMON SWIRLS	1,348,378	7/9/85
MRS. WINNERS (Stylized)	1,183,129	12/22/81
SHE'S REALLY COOKIN' NOW	2,160,835	12/26/98
SOUTHERN ORIGINALS	1,515,605	12/6/88
SUPER CINNAMON SWIRLS (Stylized)	1,358,659	9/3/85
TEABIRD	1,797,192	10/5/93
THE 1 ST CHOICE FOR FRIED CHICKEN	2003,970	10/1/96
THE FIRST CHOICE FOR FRIED CHICKEN	2,003,969	10/1/96
THE FIRST CHOICE FOR FRIED CHICKEN	1,974,739	5/21/96
THE TASTE THAT'S WINNING OVER AMERICA	1,367,166	10/22/85
WINNER'S	2,246,319	5/18/99
WINNER'S CORPORATION & Design	1,298,195	9/25/84

WINNER'S INTERNATIONAL	75/621233	1/14/99
WINNER'S ROTISSERIE	2,002,350	9/24/96
WINNER'S SPINNERS	1,978,796	6/4/96
WINNING OPPORTUNITIES WORLDWIDE	75/474566	4/27/98

SCHEDULE 2

TRADEMARK NAME	REGISTRATION/ APPLICATION NO.	REGISTRATION/ FILING DATE
Building Design	1,345,232	6/25/85
CRISPY PLUS	1,690,361	6/2/92
FAMOUS RECIPE	974,710	12/11/73
FAMOUS RECIPE	1,013,215	6/10/75
GOLDEN HERB	1,941,590	12/12/95
LEE'S FAMOUS RECIPE	1,311,285	12/25/84
SO GOOD IT'S GOT TO BE LEE'S	1,933,845	11/7/95

COLLATERAL ASSIGNMENT AND TRADEMARK SECURITY AGREEMENT

THIS COLLATERAL ASSIGNMENT AND TRADEMARK SECURITY AGREEMENT (this "Agreement"), made as of December 29, 1999, by the undersigned ("Grantor"), in favor of HELLER FINANCIAL LEASING, INC., a Delaware corporation ("Lender").

WITNESSETH THAT:

WHEREAS, Grantor owns and uses certain trademarks which are registered in the United States Patent and Trademark Office and other trademarks for which applications to register are pending in the United States Patent and Trademark Office, all as more fully described on Exhibit "A" attached hereto and by reference made part hereof (hereinafter, together with all rights, benefits and privileges derived therefrom, the goodwill of the business symbolized thereby, all registrations thereof, all reissues, divisions, continuations, renewals and extensions thereof, and all proceeds of the foregoing, called the "Trademark Rights"); and

WHEREAS, Grantor and its affiliates, Winners International Restaurants, Inc. and Winners International Restaurants Company Operations, Inc. (collectively with Grantor, hereinafter referred to as "Borrowers") have requested that Lender make two term loans to Borrowers in the aggregate principal amount of Twenty-Three Million Three Hundred Fifteen Thousand Dollars (\$23,315,000) (collectively, the "Loans"); and

WHEREAS, in connection therewith, Borrowers and Lender have entered into a certain Master Security Agreement, dated as of even date herewith (herein, as it may be supplemented, amended or modified from time to time, called the "Security Agreement"; capitalized terms used herein, but not expressly defined herein, shall have the meanings given to such terms in the Security Agreement), and this Agreement is being executed in supplementation thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor hereby grants to Lender a security interest in, and makes to Lender a collateral assignment of, the entire right, title, and interest of Grantor in and to the Trademark Rights. The Trademark Rights shall serve as collateral security for the payment of all Indebtedness, shall constitute a part of the Collateral, and shall be subject to all of the terms and conditions of the Security Agreement.

Notwithstanding the foregoing, unless and until Lender exercises the rights and remedies accorded to it under the Security Agreement and by law with respect to the realization upon its security interest in and collateral assignment of the Trademark Rights, at any time when an Event of Default has occurred and is continuing, after notifying Grantor of its intention to do so, Grantor shall own, and may use and enjoy the Trademark Rights in connection with its business operations, but only in a manner consistent with the preservation of their current substance, validity, registration and the security interest herein granted.

Grantor further agrees (a) that Lender shall not have any obligation or responsibility to protect or defend the Trademark Rights and Grantor shall at its own expense protect, defend and maintain the same to the extent advisable for its business, (b) that it shall forthwith advise Lender in writing of infringements of the Trademark Rights detected by it and (c) that if Grantor fails to comply with the requirements of the preceding clause (a), Lender may do so in Grantor's name or in Lender's name but at Grantor's expense, and Grantor hereby agrees to reimburse Lender for all reasonable expenses, including reasonable attorneys' fees, incurred by Lender in protecting, defending and maintaining the Trademark Rights owned by Grantor.


The security interest in and collateral assignment of the Trademark Rights granted hereunder shall remain in full force and effect until the payment and satisfaction in full of the Indebtedness. At such time Lender shall, if requested by Grantor, execute and deliver to Grantor, or to a third party upon Grantor's instructions, for filing with the United States Patent and Trademark Office and in each office in which any financing statement relative to the security interest granted hereby may have been filed, (i) documentation in accordance with the rules and regulations of said office, (ii) termination statements under the Uniform Commercial Code and (iii) any other documentation reasonably requested by Grantor, all as may be necessary to release Lender's interest in the Trademark Rights, all at the cost and expense of Grantor.


This Agreement shall inure to the benefit of Lender and its successors and assigns and bind Grantor and its successors and assigns.

IN WITNESS WHEREOF, Grantor has caused this Agreement to be executed by its officers thereunto duly authorized as of the date first above written.

"GRANTOR"

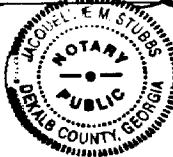
WINNERS INTERNATIONAL RESTAURANTS
FRANCHISE SERVICES, INC.

By: 
Name: Daniel E. Coleman
Title: President

Attest: 
Name: Francisco De Jesus
Title: Secretary

On this December 29, 1999, before me appeared the person(s) who signed the within and foregoing Collateral Assignment and Trademark Security Agreement in his (their) capacity(ies) as a (the) representative(s) having the title(s) inscribed above of Winners International Restaurants Franchise Services, Inc. a Delaware corporation, who acknowledged that he (they) signed same as his (their) free act(s) for and on behalf of the identified company with authority to do so.

Jacqueline N. Stubbs
Notary Public



JACQUELINE N. STUBBS
Notary Public, DeKalb County, Georgia
My Commission Expires Feb. 14, 2002

EXHIBIT A

(to Collateral Assignment of Trademarks)

List of Trademarks

See Attached

/19/2000

TRADEMARK LIST

TRADEMARK NAME	CLIENT	MATTER NUMBER	ATTORNEYS	STATUS	APPLICATION NUMBER/FILING	REGISTRATION NUMBER/DATE	RENEWAL DATE	FIRST USE DATE
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Building Design

18277	190526	Registered	465941	1345232	6/25/2005
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Country: United States Owner: Lee's Famous Recipe, Inc.

2/16/1984 6/25/1985

Classes: IN 42

Goods: Restaurant Services in Class 42

Remarks:

CRISPY PILLS

18277	190546	Registered	704898	416077	8/27/2006
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Country: Canada Owner: Lee's Famous Recipe, Inc.

5/15/1992 8/27/1993

Classes: IN 40

Goods: -

Remarks:

CRISPY PILLS

18277	190520	Registered	74/163710	1630361	6/2/2002
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Country: United States Owner: Lee's Famous Recipe, Inc.

5/6/1991 6/2/1994

Classes: IN 29

Goods: Fried Chicken for consumption on and off the premises in Class 29

Remarks:

1/18/2000

TRADEMARK LIST

TRADEMARK NAME	CLIENT	MATTER NUMBER	ATTORNEYS	STATUS	APPLICATION NUMBER/FILING	REGISTRATION NUMBER/DATE	RENEWAL DATE	FIRST USE DATE
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FAMOUS RECIPE

18277	190523	Registered	72/446403	974710	12/11/2003
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Country: United States Owner: Lee's Famous Recipe, Inc.

Classes: IN 42

Goods: Restaurant Services

Remarks:

FAMOUS RECIPE

18277	190522	Registered	72/444235	1013715	6/10/2005
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Country: United States Owner: Lee's Famous Recipe, Inc.

Classes: IN 29 IN 30

Goods: Fried Chicken [Fish and Shrimp Burgers, Fajls and salad]
 sold therewith, for consumption off the premises

Remarks:

GOLDEN HENH

18277	190523	Registered	74/475798	1941590	12/12/2005
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Country: United States Owner: Lee's Famous Recipe, Inc.

Classes: IN 29

Goods: Fried Chicken for consumption on and off the premises

Remarks:

1/18/2006

TRADEMARK LIST

TRADEMARK NAME	CLIENT	MAJTER NUMBER	ATTORNEYS	STATUS	APPLICATION NUMBER/FILING	REGISTRATION NUMBER/DATE	RENEWAL DATE	FIRST USE DATE
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LEE'S

18277	190545	Registered	660368	391000	11/29/2006
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Country: Canada

Owner: Lee's Famous Recipe, Inc.

Classes: IN 00

Goods:

Remarks:

LEE'S FAMOUS RECIPE

18277	150549	Registered	15464	9/18/2006
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Country: Bahamas

Owner: Lee's Famous Recipe, Inc.

Classes: IN 42

Goods: All goods included in class 42

Remarks:

LEE'S FAMOUS RECIPE

18277	190544	Registered	623691	365050	2/2/2005
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Country: Canada

Owner: Lee's Famous Recipe, Inc.

Classes: IN 00

Goods:

Remarks:

1/18/2009

TRADEMARK LIST

TRADEMARK NAME	CLIENT	MATTER NUMBER	ATTORNEYS	STATUS	APPLICATION NUMBER/FILING	REGISTRATION NUMBER/DATE	RENEWAL DATE	FIRST USE DATE
LEE'S FAMOUS RECIPE								
		18277	190542	Registered		424836	7/7/2002	
Country: Mexico			Owner: Lee's Famous Recipe, Inc.			7/7/1992		
Classes: IN 42								
Goods: Restaurant Services								
Remarks:								
LEE'S FAMOUS RECIPE								
		18277	190541	Registered		1311285	12/25/2004	
Country: Puerto Rico			Owner: Lee's Famous Recipe, Inc.			12/25/1984		
Classes: IN 42								
Goods: Fried chicken, for consumption on or off the premises; biscuits, spices and sauces, except, cranberry and apple sauce, for consumption on or off the premises; restaurant services.								
Remarks:								
LEE'S FAMOUS RECIPE								
		18277	190524	Registered	465982	1311285	12/25/2004	
Country: United States			Owner: Lee's Famous Recipe, Inc.		2/16/1984	12/25/1984		
Classes: IN 29 IN 30 IN 42								
Goods: Fried chicken, for consumption on or off the premises in class 29. Biscuits, spices and sauces, except, cranberry and apple sauce, for consumption on or off the premises, in class 30.								
Remarks:								

1/18/2000

TRADEMARK LIST

TRADEMARK NAME	CLIENT	MATTER NUMBER	ATTORNEYS	STATUS	APPLICATION NUMBER/FILING	REGISTRATION NUMBER/DATE	RENEWAL DATE	FIRST USE DATE
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SO GOOD IT'S GOT TO BE LEE'S

18277	190527		Registered	74/452804	1933845	11/7/2005		
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Country: United States Owner: Lee's Famous Recipe, Inc.

11/1/1993 11/7/1995

Classes: IN 42

Goods: Restaurant Services in Class 42

Remarks:

WINGETTES

18277	190543		Registered	704897	421900	1/7/2009		
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Country: Canada Owner: Lee's Famous Recipe, Inc.

5/15/1992 1/7/1994

Classes: IN 00

Goods:

Remarks:



Proprietary Formulations

Schedule 1.1 (i)

The following items are product formulations which are proprietary to Lee's Famous Recipe brand:

- Famous Recipe seasoning
- Crispy marinade (#1)
- Spicy Crispy Marinade (#2)
- Hot & Spicy Marinade (#3)
- Herb Roast Seasoning
- Famous Recipe Heat Curve (this is a process, not a product)
- Buffalo wing sauce
- Chicken pot pie filling
- Grilled filet seasoning
- Famous Chicken filet marinade and breading
- Rice seasoning
- Buttermilk biscuit
- Homestyle Brown Gravy
- Coleslaw Dressing
- White Country Gravy
- Broccoli pasta salad seasoning
- Baked Bean seasoning
- Potato wedge seasoning
- Herb Roast marinade

Wednesday, July 28, 1999

Trademark List

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Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
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A NEW SPIN ON CHICKEN

18277	178812	JEW	Lapsed	74/232292	1731378	10-Nov-2002	15-Oct-1991
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Country: United States of America
Owner: Mrs. Winner's, L.P.
Classes: Int'l 29, 42

Remarks: D/S to client 11/13/97, client instructions to allow registration to lapse 01/23/98

Goods: Skinless, rotisserie-roasted whole chickens to be served whole or in halves and quarters for consumption on or off the premises (Int'l 29); restaurant services (Int'l 42)

BECAUSE YOU'VE GOT A TASTE FOR HOMEMADE

18277	178813	JEW	Registered	425841	1281376	26-Jun-2004	09-Jan-1983
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Country: United States of America
Owner: Mrs. Winner's, L.P.
Classes: Int'l 42
Goods: Fastfood restaurant services

Remarks:

26-Jun-1984

BIGGER, BETTER, CHEAPER CHICKEN

18277	178814	JEW	Registered	74/409877	1811476	19-Apr-2004	31-May-1993
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Country: United States of America
Owner: Mrs. Winner's, L.P.
Classes: Int'l 29

Remarks:

19-Apr-1994

Goods: Prepared chicken for consumption on and off the premises

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Wednesday, July 28, 1999

Trademark List

Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
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FOOD WITHIN ARM'S REACH

18277 178852 JEW Published 75/493889

Owner: Mrs. Winner's, L.P.

Country: United States of America
Classes: 42

Remarks: Response to office action due 7/14/99;

Goods: Restaurant services.

FOOD WITHIN YOUR REACH

18277 178853 JEW Published 75/494214

Owner: Mrs. Winner's, L.P.

Country: United States of America
Classes: 42

Remarks: Drafted, mailed to PTO 6/1/98, 5/19/99 - status check - final review completed, will be published for opposition.

Goods: Restaurant services.

GOOD COOKING IN NO TIME

18277 178816 JEW Registered 721057 1516016 06-Dec-2008 29-Feb-1988

Owner: Mrs. Winner's, L.P.

Country: United States of America
Classes: Int'l 42

Remarks: 8 & 15 Declaration filed 8/23/94, accepted

Goods: Restaurant services

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Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
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HOLD ON TO YOUR BISCUIT

18277	95860-006	JEW	ABANDON	504529	1319724	04-Jun-2005	24-Sep-1984	
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Country: United States of America
Classes: Int'l 42
Owner: Mrs. Winner's, L.P.

Remarks: CANCELLED

Goods: Restaurant services

HOMEMADE GOOD

18277	174923	JEW	Searched	
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Country: United States of America
Owner: Mrs. Winner's, L.P.

Goods: Restaurant services

IT'S JUST THAT GOOD

18277	174925	JEW	Searched	
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Country: United States of America
Owner: Mrs. Winner's, L.P.

Goods: Restaurant services.

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Trademark List

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Trademark Name

Client

Number

Attorneys

Status

Application
Number/Filing

Registration
Number/Date

Renewal
Date

First Use
Date

MRS WINNER'S SOUTHERN CAFE & Design

18277

178825

JEW

Registered

691473

1499998

08-Sep-2008 01-Sep-1987

Country: United States of America

Owner: Mrs Winner's, L.P

Classes: Int'l 42

Remarks: 8 & 15 Declaration filed 6/24/94

Goods: Restaurant services

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Trademark List

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Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
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MRS. WINNER'S
18277 178817 JEW Registered 243363 1172464 06-Oct-2001 13-Oct-1979
Country: United States of America Owner: Mrs. Winner's, L.P.
Classes: Int'l 29, 30
Remarks:

Goods: Fried chicken, cole slaw, processed corn on the cob, jalapeno pepper, fried puffed potatoes and chicken and dumplings, all for consumption on or off the premises (Int'l 29); chicken sandwiches and ice cream, both for consumption on or off the premises

MRS. WINNER'S
18277 178818 JEW Registered 243366 1174630 20-Oct-2001 13-Oct-1979
Country: United States of America Owner: Mrs. Winner's, L.P.
Classes: Int'l 42
Remarks:

Goods: Restaurant services

MRS. WINNER'S (Stylized)
18277 178819 JEW Registered 243345 1170697 22-Sep-2001 13-Oct-1979
Country: United States of America Owner: Mrs. Winner's, L.P.
Classes: Int'l 42
Remarks:

Goods: Restaurant services

Wednesday, July 28, 1999

Trademark List

Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
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MRS. WINNER'S (Stylized)

18277	178820	JEW	Registered	245352	1170698	22-Sep-2001	13-Oct-1979
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22-Sep-1981

Country: United States of America

Owner: Mrs. Winner's, L.P.

Classes: Int'l 42

Remarks:

Goods: Restaurant services

MRS. WINNER'S (Stylized)

18277	178822	JEW	Registered	245350	1183130	22-Dec-2001	13-Oct-1979
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22-Dec-1981

Country: United States of America

Owner: Mrs. Winner's, L.P.

Classes: Int'l 29

Remarks:

Goods: Fried chicken, cole slaw, processed corn on the cob, jalapeno peppers, fried puffed potatoes and chicken and dumplings, all for consumption on or off the premises (Int'l 29), chicken sandwiches and ice cream, both for consumption on or off the premise

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Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
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MRS. WINNER'S (Stylized)

18277	178823	JEW	Registered	455781	1346513	02-Jul-1985	02-Jul-2005	19-May-1983
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Country: United States of America
Owner: Mrs. Winner's, L.P.

Remarks:

Classes: Int'l 29
Goods: Prepared dinners consisting of fried chicken and biscuits for consumption on or off the premises

MRS. WINNER'S CATERING (Stylized)

18277	178824	JEW	Registered	455782	1305501	13-Nov-1984	13-Nov-2004	19-May-1983
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Country: United States of America
Owner: Mrs. Winner's, L.P.

Remarks:

Classes: Int'l 42

Goods: Food catering services

MRS. WINNER'S SOUTHERN STYLE

18277	178826	JEW	Registered	678628	1498821	02-Aug-1988	02-Aug-2008	25-May-1987
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Country: United States of America
Owner: Mrs. Winner's, L.P.

Remarks: 8 & 15 Declaration filed 6/24/94

Classes: Int'l 29, 42

Goods: Cooked chicken for consumption on and off the premises (Int'l 29); Restaurant services (Int'l 42)

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Trademark List

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Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
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MRS. WINNER'S SUPER CINNAMON SWIRL (Stylized)

18277	178827	JEW	Registered	74/103019	1689191	26-May-2002	06-Aug-1989
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26-May-1992

Country: United States of America
Owner: Mrs. Winner's, L.P.
Classes: Int'l 30

Remarks: Section 8 accepted 2/2/98.

Goods: Cinnamon rolls

MRS. WINNER'S SUPER CINNAMON SWIRLS

18277	178828	JEW	Registered	482613	1348378	09-Jul-2005	23-Apr-1984
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09-Jul-1985

Country: United States of America
Owner: Mrs. Winner's, L.P.
Classes: Int'l 30

Remarks:

Goods: Cinnamon rolls

MRS. WINNERS (Stylized)

18277	178821	JEW	Registered	245344	1183129	22-Dec-2001	13-Oct-1979
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22-Dec-1981

Country: United States of America
Owner: Mrs. Winner's, L.P.
Classes: Int'l 29, 30

Remarks:

Goods: Fried chicken, cole slaw, processed corn on the cob, jalapeno peppers, fried puffed potatoes and chicken and dumplings, all for consumption on or off the premises (Int'l 29), chicken sandwiches and ice cream, both for consumption on or off the premise

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Wednesday, July 28, 1999

Trademark List

Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
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SHE'S REALLY COOKIN' NOW

18277	178848	JEW	Registered	75/084960	2160815	26-May-2008
				08-Apr-1996	26-May-1998	

Country: United States of America
Classes: 42

Owner: Mrs. Winner's L.P.

Remarks: Application mailed to client 3/12/96; application mailed to PTO 4/2/96; published 11/12/96. Request for Extension of Time to File S/U mailed to PTO 7/28/97. Statement of Use accepted 4/18/98; REGISTERED.

Goods: Restaurant services

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Trademark List

Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
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SOUTHERN ORIGINALS

18277	178831	JEW	Registered	709379	1515605	06-Dec-2008	05-Oct-1987	
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Country: United States of America
Owner: Mrs. Winner's, L.P.

Classes: Int'l 29

Remarks: 8 & 15 Declaration filed 6/24/94, accepted

Goods: Entrees consisting primarily of meat, seafood or poultry, with side portions of vegetables, potatoes, bread or rice, for consumption on or off the premises

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Trademark List

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Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
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SOUTHERN TO THE BONE

18277 178847 JEW ABANDON 75/096053 07-Apr-1997

Country: United States of America

Owner: Winners Franchise Services, L.

29-Apr-1996

Classes: 42

Remarks: Full Trademark Search requested; search

report couriered to Ms. Barton on 2/16/96; app drafted and mailed to Ms. Barton 3/22/96; app mailed to PTO 4/26/96; PTO filing date 4/26/96; Office Action mailed 9/16/96; Response due 3/16/97; Response via phone 10/1/96; published 12/24/96; Notice of Allowance mailed 3/18/97; Statement of Use/1st Ext due 9/18/97; Statement of Use mailed 4/24/97; Specimens were not accepted. Client has decided to abandon application per 5/27/98 telephone message from Pam Cox.

Goods: Food services

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Trademark List

Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
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SPINNER'S ROTISSERIE & Design

18277 95860-022 JEW

ABANDON 74/641857

01-May-1994

Country: United States of America

Owner: Mrs. Winner's, L.P.

Classes: Int'l 29

Remarks: App. mailed to PTO 2/28/95; filed 3/03/95;
app abandoned per client's instructions on
3/26/96

Goods: Cooked chicken for consumption on and off the premises

SUPER CINNAMON SWIRLS (Stylized)

18277 178832 JEW

Registered 482612

1358659

03-Sep-2005 23-Apr-1984

Country: United States of America

Owner: Mrs. Winner's, L.P.

Classes: Int'l 30

Remarks:

Goods: Cinnamon rolls

TEABIRD

18277 178833 JEW

Registered 74/284903

1797192

05-Oct-2003 01-Jul-1992

Country: United States of America

Owner: Mrs. Winner's, L.P.

Classes: Int'l 29

Remarks: 8&15 to PTO 1/14/99

Goods: Chicken

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Trademark List

Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
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TENDER NUGGETS

18277	178834	JEW	Cancelled	537870	1198155	17-Jun-2006	25-Feb-1985	
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Country: United States of America
Owner: Mrs. Winner's, L.P.
Classes: Int'l 29

Remarks: CANCELLED

Goods: Chunks for formed mixture of 50% white and 50% dark chicken for consumption on and off the premises

THE 1ST CHOICE FOR CHICKEN

18277	178835	JEW	ABANDON	74/618049	05-Jan-1995	25-Sep-1994		
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Country: United States of America
Owner: Mrs. Winner's, L.P.
Classes: Int'l 29, 30, 32, 42

Remarks: App mailed to PTO 1/04/95; filed 1/05/95
REQUEST FOR WITHDRAWAL
MAILED TO pto 12/4/95; REG. ISSUED
DESPITE REQ WITHDRAWAL,
ABANDONED.

Goods: Prepared chicken for consumption on and off the premises (Int'l 29), Coffee and tea for consumption on and off the premises (Int'l 30), Soft drinks for consumption on and off the premises (Int'l 32), Restaurant services (Int'l 42)

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Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
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THE 1ST CHOICE FOR FRIED CHICKEN

18277	178837	JEW	Registered	74/629080	02-Feb-1995	2003970	01-Oct-2006	01-Dec-1994
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Country: United States of America
Classes: Int'l 29, 30, 32, 42
Owner: Mrs. Winner's, L.P.

Goods: Prepared chicken for consumption on and off the premises (Int'l 29); Coffee and tea for consumption on and off the premises (Int'l 30); Soft drinks for consumption on and off the premises (Int'l 32); Restaurant services (Int'l 42)

11:33:26 06/26/96

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Trademark List

Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
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THE FIRST CHOICE FOR CHICKEN

18277	178836	JEW	Cancelled	74/629078	1968103	16-Apr-2006	25-Sep-1994	
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02-Feb-1995 16-Apr-1996

Country: United States of America
Owner: Mrs. Winner's, L.P.
Classes: Int'l 29, 30, 32, 42

Remarks: App mailed to PTO 2/02/95, filed 2/02/95, Request for Withdrawal of App (pursuant to letter agreement with Chik-fil-a) mailed to PTO 12/4/95, Registration inadvertently issued, we mailed surrender of certificate to PTO 6/26/96, 7/3/96 PTO sends a letter to Mr. Eljison re: inadvert issue of certificate and request for us to return certificate, We mailed 8/2/96 letter of explanation to PTO with copy of our 6/26/96 letter

Goods: Prepared chicken for consumption on and off the premises (Int'l 29), Coffee and tea for consumption on and off the premises (Int'l 30), Soft drinks for consumption on and off the premises (Int'l 32), Restaurant services (Int'l 42)

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Trademark List

Trademark Name	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Effective Date
	Client					

THE FIRST CHOICE FOR FRIED CHICKEN

Country: United States of America	Owner: Mrs. Winner's, L.P.	18277	178838	IEW	Registered	74/629079	2003/969	01-Oct-2006	01-Dec-1999
Classes: Int'l 29, 30, 32						02-Feb-1995	01-Oct-1996		

Goods: Prepared bone-in fried chicken for consumption on and off the premises (Int'l 29); Coffee and tea for consumption on and off the premises (Int'l 30); Soft drinks for consumption on and off the premises (Int'l 32)

THE FIRST CHOICE FOR FRIED CHICKEN

Country	Owner	Registered	Remarks
United States of America	Mrs. Winner's, L.P.	03-Jan-1995	App mailed to PTO 1/03/95, filed 1/03/95.
Classes: Int'l 42		21-May-1996	

Remarks: App mailed to PTO 1/03/95; filed 1/03/95;
published for opposition 7/25/95

Goods: Restaurant services

THE TASTE THAT'S WINNING OVER AMERICA

18277	178840	JEW	Registered	531368	136166	22-Oct-2003	16-Oct-1978
22-Oct-1985							

Remarks:

Goods: Restaurant services

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Trademark List

Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
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WINNERS

18277	178842	JEW	Registered	75/009197	2246319	18-May-2009	07-Apr-1997	
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Country: United States of America
Owner: Mrs. Winner's, L.P.

Classes: Int'l 42

Goods: Restaurant services

WINNER'S CORPORATION & Design

18277	178843	JEW	Registered	73/418541	1298195	25-Sep-2004	06-May-1982	
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Country: United States of America
Owner: Mrs. Winner's, L.P.

Classes: Int'l 42

Goods: Restaurant services

Remarks:

Friday, July 30, 1999

Trademark List

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Trademark Name	Client	Matter Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
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WINNER'S INTERNATIONAL

18277	178854	JEW		Pending	75/621233			
Country: United States of America	Owner: Winner's Franchise Services LLC				14-Jan-1999			
Classes: 42				Remarks: TTU to PTO 1/14/99				
Goods: Restaurant services								

WINNER'S INTERNATIONAL & Design

18277	182618	JEW		Unfiled				
Country: United States of America	Owner: Winner's Franchise Services LLC							
Classes: 42								

WINNER'S ROTISSERIE

18277	178844	JEW		Registered	74/641856	2002350	24-Sep-2006	01-Oct-1991
Country: United States of America	Owner: Mrs. Winner's, L.P.				01-Mar-1995	24-Sep-1996		
Classes: Int'l 29								
Goods: Cooked chicken for consumption on and off the premises								

Wednesday, July 28, 1999

Trademark List

Trademark Name	Client	Master Number	Attorneys	Status	Application Number/Filing	Registration Number/Date	Renewal Date	First Use Date
WINNERS SPINNERS		18277	178845	JEV	Registered 74/520577 06-May-1994	1978796 04-Jun-1996	04-Jun-2006	01-May-1994
Country: United States of America	Owner: Mrs. Winner's, L.P.							
Classes: Int'l 29								
Goods: Chicken								

WINNING OPPORTUNITIES WORLDWIDE

18277	178851	JEV	Published	75/474566 27-Apr-1998
Country: United States of America	Owner: Mrs. Winner's, L.P.			
Classes: 35	Remarks: Drafted, mailed to PTO 4/27/98, 5/19/99 - status check - has been approved for publication.			

SCHEDULE 1

TRADEMARK NAME	REGISTRATION/ APPLICATION NO.	REGISTRATION/ FILING DATE
BECAUSE YOU'VE GOT A TASTE FOR HOMEMADE	1,283,776	6/26/84
BIGGER, BETTER, CHEAPER CHICKEN	1,831,476	4/19/94
FOOD WITHIN ARM'S REACH	75/493889	6/1/98
FOOD WITHIN YOUR REACH	75/494214	6/1/98
GOOD COOKING IN NO TIME	1,516,016	12/6/88
MRS. WINNER'S SOUTHERN CAFÉ & Design	1,499,998	8/9/88
MRS. WINNER'S	1,172,464	10/6/81
MRS. WINNER'S	1,174,630	10/20/81
MRS. WINNER'S (Stylized)	1,170,697	9/22/81
MRS. WINNER'S (Stylized)	1,170,698	9/22/81
MRS. WINNER'S (Stylized)	1,183,130	12/22/81
MRS. WINNER'S (Stylized)	1,346,513	7/2/85
MRS. WINNER'S CATERING (Stylized)	1,305,501	11/13/84
MRS. WINNER'S SOUTHERN STYLE	1,498,821	8/2/88
MRS. WINNER'S SUPER CINNAMON SWIRL (Stylized)	1,689,191	5/26/92
MRS. WINNER'S SUPER CINNAMON SWIRLS	1,348,378	7/9/85
MRS. WINNERS (Stylized)	1,183,129	12/22/81
SHE'S REALLY COOKIN' NOW	2,160,835	12/26/98
SOUTHERN ORIGINALS	1,515,605	12/6/88
SUPER CINNAMON SWIRLS (Stylized)	1,358,659	9/3/85
TEABIRD	1,797,192	10/5/93
THE 1 ST CHOICE FOR FRIED CHICKEN	2003,970	10/1/96
THE FIRST CHOICE FOR FRIED CHICKEN	2,003,969	10/1/96
THE FIRST CHOICE FOR FRIED CHICKEN	1,974,739	5/21/96
THE TASTE THAT'S WINNING OVER AMERICA	1,367,166	10/22/85
WINNER'S	2,246,319	5/18/99
WINNER'S CORPORATION & Design	1,298,195	9/25/84

Atlanta-1677691 v1

TRADEMARK
REEL: 002052 FRAME: 0436

WINNER'S INTERNATIONAL	75/621233	1/14/99
WINNER'S ROTISSERIE	2,002,350	9/24/96
WINNER'S SPINNERS	1,978,796	6/4/96
WINNING OPPORTUNITIES WORLDWIDE	75/474566	4/27/98

SCHEDULE 2

TRADEMARK NAME	REGISTRATION/ APPLICATION NO.	REGISTRATION/ FILING DATE
Building Design	1,345,232	6/25/85
CRISPY PLUS	1,690,361	6/2/92
FAMOUS RECIPE	974,710	12/11/73
FAMOUS RECIPE	1,013,215	6/10/75
GOLDEN HERB	1,941,590	12/12/95
LEE'S FAMOUS RECIPE	1,311,285	12/25/84
SO GOOD IT'S GOT TO BE LEE'S	1,933,845	11/7/95

Atlanta-1677798 v.1

RECORDED: 06/07/2000

TRADEMARK
REEL: 002052 FRAME: 0438